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Richard P. Krasnow

Attorneys for Debtors
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:
In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., et al.,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
	:
-----X	

**NOTICE OF FIFTY-FOURTH SUPPLEMENTAL LIST
OF ORDINARY COURSE PROFESSIONALS**

PLEASE TAKE NOTICE that in accordance with the Amended Order Pursuant to Sections 105(a), 327, 328 and 330 of the Bankruptcy Code Authorizing the Debtors to Employ Professionals Utilized in the Ordinary Course of Business, entered on March 25, 2010 (the “Amended Order”) [Docket. No. 7822],¹ Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the “Debtors”), hereby supplement their initial list of ordinary course professionals annexed to the Amended Order to include the professionals set forth on the list annexed hereto as Exhibit A (the “Fifty-Fourth Supplemental List”).

¹ Capitalized terms used but not defined herein have the meaning ascribed to them in the Amended Order.

PLEASE TAKE FURTHER NOTICE that the retention affidavits certifying that such professionals do not represent or hold an interest adverse to the Debtors or their estates for the matters on which the professionals are to be employed (the “Ordinary Course Professional Affidavits”) and the retention questionnaires (the “Retention Questionnaires”) of the ordinary course professionals identified on the Fifty-Fourth Supplemental List have been filed contemporaneously herewith.

PLEASE TAKE FURTHER NOTICE that pursuant to the Amended Order, the Debtors will serve this Notice, together with the Fifty-Fourth Supplemental List, the Ordinary Course Professionals’ Affidavits, and the Retention Questionnaires on (i) the Office of the United States Trustee and (ii) the attorneys for the Official Committee of Unsecured Creditors appointed in these chapter 11 cases.

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PLEASE TAKE FURTHER NOTICE that pursuant to the Amended Order, objections, if any, to the retention of ordinary course professionals identified on the Fifty-Fourth Supplemental List must be filed with the Court and served upon the undersigned attorney for the Debtors within 10 days of the date of service of this Notice. Unless timely objections are received, the Fifty-Fourth Supplemental List shall be deemed approved by the Court and the professionals identified therein shall be deemed to be ordinary course professionals within the purview of the Amended Order, without the necessity of a hearing.

Dated: July 12, 2010
New York, New York

/s/ Richard P. Krasnow
Richard P. Krasnow

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New York, New York 10153
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Exhibit A

**Fifty-Fourth Supplemental List of Proposed Professionals
to be Employed in the Ordinary Course of Business**

Professional	Nature of Services
Miller, Canfield, Paddock & Stone, PLC 840 West Long Lake Road, Suite 200 Troy, MI 48098	Legal services with respect to real estate transactions and matters.

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**AFFIDAVIT AND DISCLOSURE STATEMENT OF JAMES L. ALLEN,
ON BEHALF OF MILLER, CANFIELD, PADDOCK, AND STONE, PLC**

STATE OF MICHIGAN)
) ss:
COUNTY OF OAKLAND)

James L. Allen, being duly sworn, upon his oath, deposes and says:

1. I am a Principal of Miller, Canfield, Paddock and Stone, PLC, located at 840 West Long Lake Road, Suite 200, Troy, MI 48098 (the "Firm").

2. Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors" and, collectively with their non-debtor affiliates, "Lehman"), have requested that the Firm provide legal services to the Debtors, and the Firm has consented to provide such services.

3. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with

these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

4. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

5. Neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates.

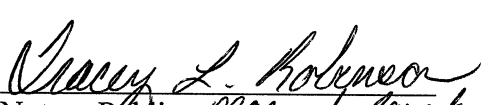
6. The Debtors owe the Firm \$0.00 for prepetition services.

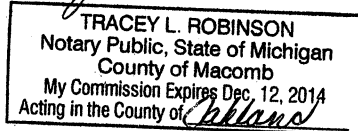
7. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.¹

By: 

James L. Allen

Subscribed and sworn to before me
this 8th day of July, 2010


Notary Public, *Macomb County*
Acting in Oakland



¹ If necessary.

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Debtors. : **(Jointly Administered)**
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RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEHMAN BROTHERS
HOLDINGS INC. OR ANY OF ITS DEBTOR AFFILIATES (collectively, the "Debtors")

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Jennifer Sapp
Christopher Stauble

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate.
If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Miller, Canfield, Paddock and Stone, PLC

840 West Long Lake Road, Suite 200

Troy, MI 48098

2. Date of retention: July 7, 2010

3. Type of services provided (accounting, legal, etc.):

Legal

4. Brief description of services to be provided:

Legal services on behalf of Debtors for loans held by Debtors related to
commercial mortgages in default, including, but not limited to foreclosure
and related legal services.

5. Arrangements for compensation (hourly, contingent, etc.)

Hourly

- (a) Average hourly rate (if applicable):

\$300 average rate

- (b) Estimated average monthly compensation based on prepetition
retention (if firm was employed prepetition):

\$7,500

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: \$0.00

Date claim arose: _____

Source of Claim: _____

7. Prepetition claims against the Debtors held individually by any member,
associate, or professional employee of the firm:

Name: None

Status: _____

Amount of Claim: \$ N/A

Date claim arose: _____

Source of claim: _____

8. Stock of the Debtors currently held by the firm:

Kind of shares: N/A

No. of shares: _____

9. Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name: Jennifer A. Bielfield, Principal

Status: Unknown

Kind of shares: Series Q Convertible 7-1-11 LBHGP

No. of shares: 25

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

None

11. Name of individual completing this form:

James L. Allen